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Attorneys for Defendant  
W2007 WKH HOLDINGS, LLC  
F/K/A W2007 WAIKIKI HOLDINGS, LLC

**IN THE UNITED STATES BANKRUPTCY COURT**  
**FOR THE DISTRICT OF HAWAII**

In re

AZABU BUILDING COMPANY,  
LTD., a.k.a. AZABU TATEMONO,  
K.K.,

Debtor.

Bankruptcy Case No. 05-50011

(Chapter 11)

AZABU LIQUIDATING TRUST,  
Plaintiff,

v.

HYATT CORPORATION, a Delaware  
corporation; and W2007 WKH  
HOLDINGS, LLC f/k/a W2007  
WAIKIKI HOLDINGS, LLC, A  
Delaware limited liability company,

Defendants.

Adv. Pro. No. 10-90087

**STIPULATION OF DISMISSAL OF  
ADVERSARY PROCEEDING**

W2007 WKH HOLDINGS, LLC f/k/a  
W2007 WAIKIKI HOLDINGS, LLC,  
Counter-Claimant

v.

AZABU LIQUIDATING TRUST,  
Counter-Defendant

**STIPULATION OF DISMISSAL OF ADVERSARY PROCEEDING;  
ORDER THEREON**

Plaintiff the Azabu Liquidating Trust (the "Trust"), by and through its duly authorized and acting liquidating trustee, and defendants Hyatt Corporation ("Hyatt") and W2007 WKH Holdings, LLC ("WKH Holdings") and, together with Hyatt and the Trust, the "Parties") hereby stipulate and agree as follows:

**RECITALS**

A. On June 4, 2010, the Trust commenced the above-captioned adversary proceeding (the "Adversary Proceeding") by filing a complaint asserting claims against Hyatt and WKH Holdings (the "Complaint").

B. On August 6, 2010, WKH Holdings filed counterclaims (the "Counterclaims") against the Trust, together with a timely answer to the Complaint. Hyatt also filed a timely answer to the Complaint.

C. On September 14, 2010, the Parties executed that certain "Settlement Agreement" (the "Settlement Agreement") which, among other things, resolves the claims asserted in the Complaint and Counterclaims and requires the dismissal of this Adversary Proceeding (including both the Complaint and Counterclaims), with prejudice, upon the occurrence of certain conditions precedent.

D. Pursuant to the Settlement Agreement, the conditions precedent to the dismissal, with prejudice, of this Adversary Proceeding have occurred.


In light of the foregoing and subject to the approval of this Court, the parties hereby **STIPULATE AND AGREE** as follows:

1. The Adversary Proceeding is dismissed with prejudice, with each party to bear its own costs and attorneys' fees, pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure, made applicable herein by Rule 7041 of the Federal Rules of Bankruptcy Procedure.

*[Remainder of page intentionally left blank]*


**STIPULATED AND AGREED TO** by the undersigned parties this 24th day of  
September, 2010.

Dated: Honolulu, Hawaii,  
September 24, 2010

/s/ 

JEFFREY C. KRAUSE, and  
H. ALEXANDER FISCH  
Stutman, Treister & Glatt  
Professional Corporation  
Counsel to Plaintiff the Azabu Liquidating  
Trust

Dated: Honolulu, Hawaii,  
September 24, 2010

/s/ 

Neal R. Marder,  
ROLF S. WOOLNER, and  
DAVID L. WILSON III  
Winston & Strawn LLP  
Counsel to Defendant and  
Counterclaimant W2007 WKH Holdings,  
LLC

and

WALTER C. DAVISON, and  
JESSICA M. MICKELSEN  
Goodsill Anderson Quinn & Stifel LLP  
Counsel to Defendant and  
Counterclaimant W2007 WKH Holdings,  
LLC

Dated: Honolulu, Hawaii,  
September 24, 2010

/s/ 

TOM E. ROESSER, and  
MICHAEL M. PURPURA  
Carlsmith Ball LLP  
Counsel to Defendant Hyatt Corporation

IT IS HEREBY ORDERED effective as of September \_\_, 2010.

DATED: \_\_\_\_\_

\_\_\_\_\_  
HONORABLE ROBERT J. FARIS  
UNITED STATES BANKRUPTCY JUDGE